

Instructions for completing form CD 530 Articles Of Dissolution

Important – Please Read. Dissolution is a complex process. A corporation that has commenced activities may dissolve by filing a Notice of Intent to Dissolve pursuant to O.C.G.A. 14-3-1404 and Articles of Dissolution pursuant to O.C.G.A. 14-3-1409 Form CD 525 and CD 530 may be used for this purpose. However, use of these forms is optional. Forms CD 525 and CD 530 are not intended to replace competent legal counsel. Secretary of State staff is not authorized to provide legal counsel or explain the steps necessary to successfully dissolve a corporation or to complete these forms. It is for this reason filers are **strongly urged** to obtain professional legal, tax and or business advice to assure filers goals and intentions are met, that requirements of the law are satisfied, and that members, officers and directors are protected even after the dissolution. Articles of dissolution may also be drafted pursuant to O.C.G.A. §14-3-1409. The entire form must be completed and submitted to our office for processing.

- | | | |
|---------------|---|--|
| Article One | Name of the corporation | Provide the name of the corporation |
| Article Two | Date notice of intent filed | Provide the date on which the notice of intent was filed with the Secretary Of State. If the notice of intent and articles of dissolution are filed simultaneously provide date documents are <i>actually</i> submitted to Secretary Of State. |
| Article Three | Filer must provide a statement that the <i>Notice Of Intent</i> has not been revoked. | |
| Article Four | All debts, obligations and liabilities of the corporation must be paid and/or discharged or adequate provision made for their disposition. Filer must choose one of the proffered statements. | |
| Article Five | Filer must provide a statement addressing disposition of corporation's assets. Adequate disposition of corporation's assets must be made in accordance with the plan of dissolution, or if applicable remaining property and assets must be deposited with The Office Of Treasury And Fiscal Services (See O.C.G.A. §14-3-1440). Filer must choose one of the proffered statements. | |
| Article Six | There must be no legal actions pending against the corporation prior to its dissolution or adequate disposition must be made to satisfy any judgment, order or decree that may be pending against the corporation. Filer must choose one of the proffered statements. | |
| Article Seven | Pursuant to O.C.G.A. §14-3-1409(a)(6) filer must provide a statement that, if required, the corporation has notified the Attorney General of its intent to dissolve. Filer must choose one of the proffered statements. | |
| Signature | The articles of dissolution must be signed by either the chairman of the board of directors, an officer, a receiver or trustee if one has been appointed by a court. The signer <u>must</u> state the capacity in which he or she is signing. | |

The effective date of dissolution is the date the articles are received by the Secretary Of State. The completed form should be mailed or delivered to **Corporations Division, Suite 315 West Tower, #2 Martin Luther King Jr. Drive, Atlanta Georgia 30334.**

There is no fee requirement to file "Articles of Dissolution", however the entity must be in "good standing" (current in annual registration filings) in order to execute the filing.



Office Of The Secretary Of State
Corporations Division

Brian P. Kemp
Secretary Of State

Chauncey Newsome
Director

Articles Of Dissolution

Article One

The Name Of The Corporation Is:

Article Two

The Date On Which The Notice Of Intent To Dissolve Was Filed With The Office Of Secretary Of State
Was:

Article Three

The Notice Of Intent To Dissolve Has Not Been Revoked.

Article Four

(Choose Only One Of The Following Statements)

- ☐ All Known Debts, Liabilities, And Obligations Of the Corporation Have Been Paid And Discharged.
☐ Adequate Provision Of The Debts, Liabilities And Obligations Of The Corporation Have Been Made Therefor.

Article Five

(Choose Only One Of The Following Statements)

- ☐ All Remaining Property And Assets Of The Corporation Have Been Distributed In Accordance With The Plan Of dissolution.
☐ All Remaining Property And Assets Of The Corporation Have Been Deposited With The Office Of Treasury And Fiscal Services As Provided In O.C.G.A. §14-3-1440

Article Six

(Choose Only One Of The Following Statements)

- ☐ There Are No Actions Pending Against The Corporation In Any Court.
☐ Adequate Provision Has Been Made For The Satisfaction Of Any Judgment, Order Or Decree Which May Be Entered Against The Corporation In Any Pending Action.

Article Seven

(Choose Only One Of The Following Statements)

- ☐ The Corporation Is Not Required To Notify The Attorney General Of Its Intent To Dissolve.
☐ The Corporation Has Notified The Attorney General Of Its Intent To Dissolve.

IN WITNESS WHEREOF, the undersigned has executed these Articles Of Dissolution

On _____
(Date)

(Signature And Capacity in which signing)